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11 **UNITED STATES BANKRUPTCY COURT**

12 **DISTRICT OF NEVADA**

13 In re Case No. BK-23-10423-mkn

14 CASH CLOUD, INC.,
15 dba COIN CLOUD,

16 Debtor.

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21 **SECOND STIPULATION TO
CONTINUE HEARING ON
(I) FINAL APPROVAL OF
DISCLOSURE STATEMENT
[ECF NO. 529]; AND
(II) CONFIRMATION OF DEBTOR'S
CHAPTER 11 PLAN OF
REORGANIZATION DATED
MAY 8, 2023 [ECF NO. 528]**

22 Old Hearing Date: July 27, 2023
Old Hearing Time: 1:30 p.m.

23 New Hearing Date: August 17, 2023
New Hearing Time: 10:30 a.m.

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1 Cash Cloud, Inc. dba Coin Cloud (“Debtor”), debtor and debtor in possession in the above-
2 captioned case (the “Chapter 11 Case”), by and through its counsel Fox Rothschild LLP; CKDL
3 Credit, LLC (the “DIP Lender”), by and through its counsel Berger Singerman LLP and Sylvester &
4 Polednak Ltd.; Genesis Global Holdco, LLC (“Genesis”), by and through its counsel Cleary Gottlieb
5 Steen & Hamilton LLP and Snell & Wilmer L.L.P.; Enigma Securities Limited (“Enigma”), by and
6 through its counsel Morrison & Foerster LLP and Shea Larsen; and the Official Committee of
7 Unsecured Creditors (the “Committee” and together with the Debtor, the DIP Lender, Genesis,
8 Enigma, and the Committee, the “Parties”), by and through its counsel Seward & Kissel LLP and
9 McDonald Carano, LLP, stipulate and agree as follows (the “Stipulation”):

RECITALS

11 A. WHEREAS, on February 7, 2023, Debtor filed a voluntary petition under chapter 11
12 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Nevada,
13 commencing the Chapter 11 Case;

14 B. WHEREAS, on February 17, 2023, the United States Trustee for the District of
15 Nevada appointed the Committee in the Chapter 11 Case [*see* ECF No. 131, as amended, ECF
16 No. 177];

17 C. WHEREAS, on May 28, 2023, Debtor filed its *Chapter 11 Plan of Reorganization*
18 *dated May 8, 2023 [ECF No. 528]* (the “Plan”) and its *Disclosure Statement for Chapter 11 Plan of*
19 *Reorganization dated May 8, 2023 [ECF No. 529]* (the “Disclosure Statement”);

20 D. WHEREAS, a hearing on confirmation of the Plan and approval of the Disclosure
21 Statement is currently scheduled for July 27, 2023 at 1:30 p.m.;

22 E. WHEREAS, based on negotiations with Genesis, Enigma and the Committee, the
23 Debtor intends to file an amended plan of reorganization (the “Amended Plan”) that alters the
24 treatment of the claims of Genesis, Enigma and AVT Nevada, L.P. (“AVT”);

25 F. WHEREAS, the Debtor and the Committee shall not seek to surcharge (pursuant to
26 Bankruptcy Code section 506(c) or otherwise) the collateral securing the claims of Enigma, Genesis,
27 or AVT on account of any costs, fees, or other expenses incurred as a result of the adjournments

1 provided herein in excess of those set forth in the Calculation Statement¹ provided to the parties on
 2 or about July 10, 2023 in accordance with the Sale Order; provided, that all parties' rights with respect
 3 to the Calculation Statement, the Asserted Surcharge Claims, and any Disputed Surcharge Claims (as
 4 such terms are defined in the Sale Order) are reserved.

5 G. WHEREAS, the Parties desire to continue the hearing on the Amended Plan and
 6 Disclosure Statement until August 17, 2023 at 10:30 a.m.;

7 H. WHEREAS, the Parties desire to move the following deadlines:

- 8 a. The deadline for Genesis, Enigma and AVT to vote to accept or reject the
 Amended Plan to August 3, 2023;
- 9 b. The deadline to file any objections to the Amended Plan and Disclosure Statement
 to August 3, 2023;
- 10 c. The deadline for Debtor to file the ballot summary to August 10, 2023;
- 11 d. The deadline for Debtor to file any replies to objections and a brief in support of
 confirmation to August 10, 2023; and
- 12 e. The deadline for Debtor to file a liquidation analysis to be set as August 15, 2023.

13 NOW, THEREFORE, the Parties hereby stipulate and agree to the following:

14 IT IS STIPULATED AND AGREED that:

15 1. The Debtor and the Committee shall not seek to surcharge (pursuant to Bankruptcy
 16 Code section 506(c) or otherwise) the collateral securing the claims of Enigma, Genesis, or AVT on
 17 account of any costs, fees, or other expenses incurred as a result of the adjournments provided herein
 18 in excess of those set forth in the Calculation Statement¹ provided to the parties on or about July 10,
 19 2023 in accordance with the Sale Order; provided, that all parties' rights with respect to the
 20 Calculation Statement, the Asserted Surcharge Claims, and any Disputed Surcharge Claims (as such
 21 terms are defined in the Sale Order) are reserved;

22 1 As such term is defined in the Order: (A) Confirming Auction Results; (B) Approving the
 23 Sale of Certain of Debtor's Assets to Heller Capital Group, LLC, and Genesis Coin, Inc., Free and
 24 Clear of Liens, Claims, Encumbrances, and Other Interests; (C) Authorizing the Assumption and
 25 Assignment of Certain of the Debtor's Executory Contracts and Unexpired Leases Related Thereto;
 26 and (D) Granting Related Relief [ECF No. 795] (the "Sale Order").

1 2. The hearing on the Amended Plan and Disclosure Statement shall be continued to
2 August 17, 2023 at 10:30 a.m.;

3 3. The deadline for Genesis, Enigma and AVT to vote to accept or reject the Amended
4 Plan shall be continued to August 3, 2023;

5 4. The deadline to file any objections to the Amended Plan and Disclosure Statement
6 shall be continued to August 3, 2023, at 5:00 p.m. (Pacific Time);

7 5. The deadline for Debtor to file its ballot summary shall be continued to August 10,
8 2023;

9 6. The deadline for Debtor to file any replies to objections shall be continued to August
10 10, 2023, at 5:00 p.m. (Pacific Time);

11 7. The deadline for Debtor to file its brief in support of Confirmation shall be continued
12 to August 10, 2023; and

13 8. The deadline for Debtor to file an updated liquidation analysis shall be August 15,
14 2023.

15 Dated this 21st day of July 2023.

16 **FOX ROTHSCHILD LLP**

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